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June 5, 2000

Mr. David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243

In re: **Application of Memphis Networkx, LLC, for a Certificate of Public Convenience and Necessity to Provide Intrastate Telecommunication Services and Joint Petition of Memphis Light Gas & Water Division, a Division of the City of Memphis, Tennessee ("MLGW") and A&L Networks-Tennessee, LLC ("A&L"), for Approval of Agreement between MLGW and A&L regarding Joint Ownership of Memphis Networkx, LLC, TRA Docket No. 99-00909**

Dear Mr. Waddell:

The Applicant, Memphis Networkx, the Joint Petitioners, Memphis Light, Gas and Water and A&L Networks-Tennessee and the Consumer Advocate Division of the Office of the Attorney General request that you present to the Tennessee Regulatory Authority ("TRA"), at the end of the Conference Agenda of tomorrow June 6, 2000, their request that the Authority set hearing dates in the above-styled matter as requested by the Applicant and Joint Petitioners in a Request filed on May 12, 2000. Specifically, Applicant and Joint Petitioners request that the hearing be set during the week of June 12, 2000.

This is not an attempt to circumvent the Pre-Hearing Officer's process. Rather, this request to set hearing dates took on new urgency in light of the conversation with you on Friday in which two of us were advised that dates may be available prior to the week of June 26, 2000, but not during most of that week and also in light of the request filed Friday, June 2, 2000, by the Time-Warner and Cable Association interveners asking that no hearings be scheduled for two weeks beginning on June 20, 2000. Likely, hearing dates will become more, rather than less, difficult to schedule as the summer continues.

In the absence of action by the Directors tomorrow, we are concerned that the Pre-Hearing schedule of written responses to Time-Warner's motion, review of those responses, other procedural filings, and then perhaps a status conference and a request for dates from the Executive Secretary, would mean that most if

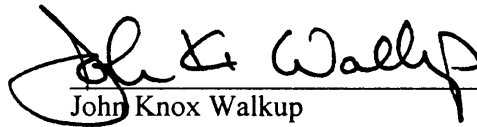
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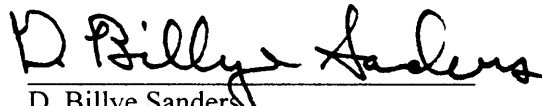
Mr. David Waddell
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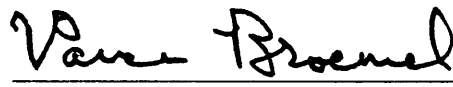
not all of the month of June would become unavailable, inasmuch as the next Director's meeting is on June 20, 2000. This case is ready for firm hearing dates.

We respectfully request that you add this matter to the conference agenda so that a prompt hearing can be scheduled by the Directors.

Sincerely,


John Knox Walkup
Counsel for Memphis Networx, LLC
and A&L Networks-Tennessee, LLC


D. Billye Sanders *JKW*
Counsel for Memphis Networx, LLC
and Memphis Light, Gas & Water Division


Vance Broemel
Assistant Attorney General *by permission JKW*
Consumer Advocate Division

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